

EXHIBIT C-2

Detailed Time Records

Project Category: Prepare for and Attend Hearings



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Carrienne Basler
Motors Liquidation Corp.
U.S. Trustee
c/o Andy Velez-Rivera, Trial Attorney

May 12, 2011

Invoice No. 532271
Matter No. 004179-001B

Re: Prepare for and Attend Hearings

Billing Attorney:
Brady C. Williamson

For Legal Services Rendered Through March 29, 2011

Date	Timekeeper	Description	Hours	Amount
10-06-2010	N. Talbott Settle	Continue work on index and binders of letters to the retained professionals for hearing on October 26, 2010 and overnight delivery (1.4); review correspondence relating to compensation (.2); update report review folders with correspondence to the professionals (.2); update the binder of Jenner & Block (.1); Bates White (.2); and Legal Analysis Systems (.4).	2.50	400.00
10-07-2010	N. Talbott Settle	For hearing preparation, update the binders of Togut Segal (1.7); Caplin & Drysdale (.2); Kramer Levin (.2); and LFR (2.3).	4.40	704.00
10-11-2010	N. Talbott Settle	Prepare materials for hearing (.5); update the professional binder of Butzel Long (.4); Jenner & Block (.2).	1.10	176.00
10-12-2010	Brady C. Williamson	Prepare for (.5) and participate in in-person conference with U.S. Trustee, Ms. Hope Davis, and colleagues on pending applications (1.8).	2.30	1,138.50

Date	Timekeeper	Description	Hours	Amount
10-13-2010	Brady C. Williamson	Prepare for (.5) and participate in conference call with U.S. Trustee and colleagues on pending issues and hearing (.7).	1.20	594.00
10-14-2010	N. Talbott Settle	Prepare binder and report files for October 26, 2010 hearing (1.1).	1.10	176.00
10-14-2010	Eric Wilson	Preparation for October 26 hearing (.7).	0.70	273.00
10-15-2010	N. Talbott Settle	Continue preparing binders and report files in preparation for October 26, 2010 hearing (1.3).	1.30	208.00
10-17-2010	Eric Wilson	Review summary of fee applications pending for October 26 hearing and fee examiner responses (.7).	0.70	273.00
10-17-2010	Eric Wilson	Review fee examiner summary and recommendations for October 26 hearing and draft internal memoranda (.6).	0.60	234.00
10-18-2010	N. Talbott Settle	Correspondence regarding question on hearing binder materials (.1).	0.10	16.00
10-18-2010	Eric Wilson	Preparation for October 26 hearing (.5); telephone conference regarding calculation of hourly rate increases and review correspondence regarding same (.4); prepare summary of cases regarding "fees on fees" issue in preparation for October 26 hearing (2.4).	3.30	1,287.00
10-19-2010	N. Talbott Settle	Conference regarding materials for the October 26, 2010 hearing (.1).	0.10	16.00
10-19-2010	Zerithea Raiche	Prepare chart of fees requested in all fee applications for responding to inquiries by the fee examiner, the U.S. Trustee and the court for use at the October 26, 2010 hearing (1.3).	1.30	208.00

Date	Timekeeper	Description	Hours	Amount
10-19-2010	Eric Wilson	Review materials in preparation for October 26 hearing, including fee applications and response by Weil Gotshal to fee examiner's statement of limited objection (2.1).	2.10	819.00
10-20-2010	N. Talbott Settle	Continue preparing hearing binder and report files (1.0); work on hearing binder of all applications for hearing (4.5).	5.50	880.00
10-20-2010	Zerithea Raiche	Prepare chart summarizing disputed issues and status of stipulated issues for pending fee applications for use at October 26, 2010 hearing (3.3); continue preparation of chart on fees requested in all fee applications for responses to the U.S. Trustee and the court (2.9).	6.20	992.00
10-21-2010	N. Talbott Settle	Review and update index and hearing binder regarding contested applications (2.2); update hearing materials for Mr. Wilson (1.7); prepare index and hearing binder on stipulated fee applications (.9).	4.80	768.00
10-21-2010	Zerithea Raiche	Complete chart summarizing issues of contention and status of stipulated issues for pending fee applications for use at October 26, 2010 hearing (2.6); continue preparation of chart on fees requested for responses to the U.S. Trustee and the court (1.3); arrange with CourtCall to attend the October 26, 2010 hearing by telephone (.2).	4.10	656.00
10-21-2010	Katherine Stadler	Draft summary of Kramer Levin application for inclusion with hearing materials (.5); assist with preparation of hearing materials (1.2).	1.70	697.00

Date	Timekeeper	Description	Hours	Amount
10-22-2010	N. Talbott Settle	Update and convert final report review files into hearing files for the contested fee applications in preparation for the hearing (5.1); update logistics memorandum for October 26, 2010 hearing (.1); inventory additional items for preparation for the hearing (1.1).	6.30	1,008.00
10-22-2010	Zerithea Raiche	Update chart on fees requested in all fee applications for responses to the U.S. Trustee and the court (1.3); review agenda for October 26, 2010 hearing and send email on agenda items (.3).	1.60	256.00
10-22-2010	Brady C. Williamson	Preparation for October 26, 2010 hearing - review of disputed applications and issues (1.3).	1.30	643.50
10-25-2010	N. Talbott Settle	Review hearing notice and update hearing binder (1.2); correspondence regarding items to add to hearing notice (.2); update and circulate hearing logistics memorandum (.3); update index of final reports on the third round of fee applications with replies (.5); arrange live connection for court call (.2); conference regarding hearing logistics (.3).	2.70	432.00
10-25-2010	Zerithea Raiche	Prepare chart of fees and expenses requested and amounts disallowed for fee applications filed in the first, second and third fee periods for use at the October 26, 2010 hearing (.9); prepare chart of fees requested in pending applications (1.3).	2.20	352.00

Date	Timekeeper	Description	Hours	Amount
10-25-2010	Zerithea Raiche	Prepare for appearances by telephone conference for the October 26, 2010 hearing due to flight delay (.1); update internal website to include responses from retained professionals (.3).	0.40	64.00
10-25-2010	Eric Wilson	Review notes, fee applications, fee examiner reports, and responses filed by fee applicants in preparation for hearing on third interim fee applications (3.5).	3.50	1,365.00
10-25-2010	Katherine Stadler	Final preparations for hearing on third interim compensation, reviewing updated agenda and list of responses (1.1).	1.10	451.00
10-25-2010	Brady C. Williamson	Preparation for October 26, 2010 hearing, including review of pending objections and grid summarizing totals (2.3); review amended notice of matters for hearing (.3).	2.60	1,287.00
10-26-2010	N. Talbott Settle	Provide documents for hearing (.2).	0.20	32.00
10-26-2010	N. Talbott Settle	Correspondence regarding documents for the hearing (.2); update professional binder for Togut Segal (.2); Claro Group (.2); Plante & Moran (.2); logistics in return of hearing materials (.1).	0.90	144.00
10-26-2010	Zerithea Raiche	Review and prepare email on December 2010 hearing dates in the Motors Liquidation Company case (.2); review transcript of October 21, 2010 hearing on Debtors' motion to approve the disclosure statement and forward (.2).	0.40	64.00
10-26-2010	Monica Santa Maria	Conference regarding Judge Gerber's discussion of the "fees on fees" issue (.1).	0.10	20.50

Date	Timekeeper	Description	Hours	Amount
10-26-2010	Katherine Stadler	Attend, by telephone, hearing on third interim fee applications (2.2); follow up conferences on results (.2); review follow up emails between Mr. Wilson and Mr. Brooks (.2); e-mail exchange with U.S. Trustee (.1).	2.70	1,107.00
10-26-2010	Brady C. Williamson	Additional preparation for hearing (1.6); attend and participate in hearing (2.5).	4.10	2,029.50
10-27-2010	Zerithea Raiche	Telephone conference with Ms. Blum on hearing dates for fourth round of fee applications before the end of the year (.1); prepare email on telephone conference on hearing dates for December 2010 (.1).	0.20	32.00
10-28-2010	Carla Andres	Review e-mail regarding hearing dates (.1).	0.10	35.00
12-07-2010	N. Talbott Settle	Prepare hearing binder for fourth round fee applications (.8).	0.80	128.00
12-10-2010	Zerithea Raiche	Assemble and forward reports filed on December 8 for use at the December 15 hearing (.9).	0.90	144.00
12-13-2010	Zerithea Raiche	Prepare chart of pending fee applications for use at December 15 hearing (.9); telephone conference with Ms. Blum on status of pending fee applications for the hearing (.1); revise index for hearing binder (.3).	1.30	208.00
12-13-2010	N. Talbott Settle	Update hearing binder for December 15 hearing (2.1).	2.10	336.00
12-13-2010	N. Talbott Settle	Review correspondence relating to hearing (.4).	0.40	64.00
12-13-2010	Brady C. Williamson	Review chart of pending issues and matters scheduling for hearing (.2).	0.20	99.00

Date	Timekeeper	Description	Hours	Amount
12-14-2010	Zerithea Raiche	Telephone conference with CourtCall to schedule four telephonic appearances for hearing (.2); prepare emails to telephone participants with instructions on Judge Gerber's requirements for telephonic appearances and call-in instructions (.3); leave voice mail message for Ms. Blum on status of fee applications scheduled for hearing (.1); two telephone conferences with Mr. Uroic on pending fee applications, fee applications to be adjourned to January 6, 2011, responses for contested matters on December 15, 2010 and on-the-record conference calls regarding "fees on fees" issues for specific fee applications (.3); prepare email on conversations with Mr. Uroic and clarification of status of fee applications scheduled for hearing (.2); update status chart of applications scheduled for hearing (.8); review notice of agenda (.1); review amended notice of agenda and report on changes made to the agenda for hearing attendees (.1); update chart of responses and requests by retained professionals (.9); update summary chart of pending fee applications (1.3).	4.30	688.00
12-14-2010	N. Talbott Settle	Continue updating hearing binder (4.3).	4.30	688.00
12-14-2010	N. Talbott Settle	Correspondence regarding hearing and logistics (.2); work on logistics and materials for hearing (1.0).	1.20	192.00

Date	Timekeeper	Description	Hours	Amount
12-14-2010	Katherine Stadler	Prepare for hearing, working to compile materials and summarize status of disputed fee applications (1.2).	1.20	492.00
12-14-2010	Eric Wilson	Conferences regarding status of fee applications and preparations for December 15, 2010 hearing (.4); prepare correspondence to Mr. Smolinsky and Mr. Brooks regarding same (.2).	0.60	234.00
12-14-2010	Brady C. Williamson	Review stipulation for adjournment and docket for December 16 hearing (Kramer Levin, PricewaterhouseCoopers, Brownfield) (.3); preparation for hearing including review of LFR response points (.7).	1.00	495.00
12-15-2010	N. Talbott Settle	Continue preparing materials for hearing (1.1).	1.10	176.00
12-15-2010	Katherine Stadler	Review Caplin & Drysdale response, in detail, preparing notes for hearing (1.8); review all LFR filings, applications, and reports, along with memorandum on disputed issues in preparation for hearing (4.3); e-mail updates on status of negotiations with LFR to limit disputed issues (.3); e-mail exchange with fee examiner on hearing status (.2); telephone conferences with fee examiner on results (.4); attend and present position at fourth interim hearing (1.1).	8.10	3,321.00
12-15-2010	Brady C. Williamson	Prepare for (.5) and participate (.8) in hearing before Judge Gerber.	1.30	643.50

Date	Timekeeper	Description	Hours	Amount
12-15-2010	Brady C. Williamson	Exchange preliminary telephone calls and emails with Mr. Masumoto for U.S. Trustee's Office on hearing (.2); exchange email with U.S. Trustee on follow up (.2).	0.40	198.00
12-17-2010	N. Talbott Settle	Work on logistics for January 6, 2010 hearing (1.0).	1.00	160.00
12-28-2010	Zerithea Raiche	Review notice of adjourned hearings originally scheduled for January 6, 2011 and verify adjourned dates for pending fee applications (.1); notify attorneys of matters scheduled for hearing on January 11, 2011 (.1).	0.20	32.00
12-28-2010	Brady C. Williamson	Review formal notice of rescheduling to January 11, 2011 (.1).	0.10	49.50
01-05-2011	Katherine Stadler	Telephone conferences with Judge Gerber's clerk on January 11 hearing (.4).	0.40	164.00
01-10-2011	N. Talbott Settle	Review correspondence regarding results of hearing and work on hearing logistics (.8); work on hearing binder (1.0).	1.80	288.00
01-10-2011	Katherine Stadler	E-mail exchange with U.S. Trustee's Office on open matters for hearing (.3); telephone conference with Judge Gerber's clerk on same (.2); telephone conference with Ms. Laken at Weil Gotshal on agenda items (.2); finalize modified fee examiner order for presentment (.6).	1.30	533.00
01-11-2011	Zerithea Raiche	Prepare request for transcript of the January 11, 2011 hearing (.1).	0.10	16.00
01-11-2011	N. Talbott Settle	Conference with CourtCall and the court staff regarding hearing audio issues (.5).	0.50	80.00

Date	Timekeeper	Description	Hours	Amount
01-11-2011	Brady C. Williamson	Prepare for (.9) and participate by telephone in hearing before Judge Gerber on pending fee issues and motion to amend fee examiner order (.7).	1.60	792.00
01-11-2011	Katherine Stadler	Prepare for (.6) attend, by telephone, (.7) hearing on open issues with Judge Gerber, e-mail update on hearing results (.4).	1.70	697.00
02-16-2011	Carla Andres	Review objections to plan of reorganization in preparation for hearing (2.1).	2.10	735.00
02-18-2011	Carla Andres	Review plan and objections (5.1).	5.10	1,785.00
03-02-2011	Carla Andres	Review recent filings in preparation for confirmation hearing (4.4).	4.40	No Charge
03-03-2011	Carla Andres	Attend confirmation hearing (5.7).	5.70	No Charge
Total Fees			\$	33,276.00
Total Disbursements			\$	<u>0.00</u>
Total For This Invoice			\$	<u>33,276.00</u>

Time and Fee Summary

Timekeeper	Title	Hours	Rate	Amount
ZERITHEA RAICHE	Paralegal	23.20	160.00	3,712.00
N. TALBOTT SETTLE	Paralegal	44.20	160.00	7,072.00
Paralegal Total		67.40		10,784.00
CARLA ANDRES	Of Counsel	7.30	350.00	2,555.00
Of Counsel Total		7.30		2,555.00
MONICA SANTA MARIA	Associate	0.10	205.00	20.50
Associate Total		0.10		20.50
BRADY C. WILLIAMSON	Shareholder	16.10	495.00	7,969.50
KATHERINE STADLER	Shareholder	18.20	410.00	7,462.00
ERIC WILSON	Shareholder	11.50	390.00	4,485.00
Shareholder Total		45.80		19,916.50
TIMEKEEPER TOTALS		120.60		\$33,276.00

We adjust our hourly billing rates effective January 1 of each year. Accordingly, billing rate changes are reflected on this statement for work performed in 2011. Information regarding the hourly rates applicable to our attorneys and other personnel working on your matters is available on request from our billing department.